## AMENDMENT - UNMARKED VERSION

Presented below are the amendments in a clean, unmarked format with changes entered and not marked.

## In the Specification:

Please delete the paragraph beginning on page 7, line 22 and continuing to page 8, line 13, and substitute the following in place thereof:

To ensure that the dynamic range of the counter matches the dynamic range of the

photocells, the sample and hold amplifier 120 can be equipped to scale the input to VCO 130 as appropriate. The dynamic range may be mismatched due to differing ambient light levels in the scene being captured. The variance in integration period that may result from a change in ambient light of the scene ensures that the captured image has the proper contrast. To adjust the dynamic range of the VCO 130 to match the analog photocell, a global scaling voltage 160 can be applied to the sample and hold amplifier of each digital photocell in the array which uniformly adapts the VCO component in each

The enhanced digital photocell of Figure 1 may be utilized in a serial imaging device, or for use in parallel image processing architectures.

photocell to have a dynamic range consistent with the present ambient light conditions.



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